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*Counsel to the Debtors  
and Debtors-in-Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**NOTICE OF FILING OF  
DECLARATION OF ALLEN J. UNDERWOOD II  
ON BEHALF OF LITE DEPALMA GREENBERG  
& AFANADOR, LLC IN ACCORDANCE WITH THE ORDER  
AUTHORIZING THE DEBTORS TO RETAIN AND COMPENSATE  
CERTAIN PROFESSIONALS UTILIZED IN THE ORDINARY COURSE OF BUSINESS**

**PLEASE TAKE NOTICE** that, on January 19, 2023 (the “Petition Date”), Genesis Global Holdco, LLC (“Holdco”) and certain of its debtor affiliates, as debtors and debtors-in-possession in the above captioned chapter 11 cases (collectively, the “Debtors”), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101 *et seq.* (the “Bankruptcy Code”) with the United States Bankruptcy Court for the Southern District of New York (the “Court”).

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<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

**PLEASE TAKE FURTHER NOTICE** that, on February 8, 2023, the Debtors filed *Debtors' Motion for Authority to Employ Professionals Used in the Ordinary Course of Business Nunc Pro Tunc to the Petition Date*, ECF No. 65 (the "OCP Motion").<sup>2</sup>

**PLEASE TAKE FURTHER NOTICE** that, on February 24, 2023, the Court entered the *Order Authorizing the Debtors to Retain and Compensate Certain Professionals Utilized in the Ordinary Course of Business*, ECF No. 102 (the "OCP Order").

**PLEASE TAKE FURTHER NOTICE** that, on July 20, 2023, the Court modified the OCP Order on the record to increase the OCP Monthly Cap to \$150,000 and the OCP Case Cap to \$500,000, ECF No. 548.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the OCP Order, attached hereto as **Exhibit A** and **Exhibit B** are the OCP Declaration and OCP Questionnaire, respectively, of Allen J. Underwood II on behalf of Lite DePalma Greenberg & Afanador, LLC.

Dated: November 6, 2023  
New York, New York

/s/ Luke A. Barefoot  
Sean A. O'Neal  
Luke A. Barefoot  
Jane VanLare  
CLEARY GOTTlieb STEEN & HAMILTON LLP  
One Liberty Plaza  
New York, New York 10006  
Telephone: (212) 225-2000  
Facsimile: (212) 225-3999

*Counsel to the Debtors and Debtors-in-Possession*

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the OCP Motion.

**EXHIBIT A**  
**OCP Declaration**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**DECLARATION OF DISINTERESTEDNESS**

I, Allen J. Underwood II, declare that the following is true to the best of my knowledge, information and belief:

1. I am a member of Lite DePalma Greenberg & Afanador, LLC, located at 570 Broad Street – Suite 1201, Newark, NJ 07102 (the “Firm”), which has been employed by the debtors and debtors in possession (the “Debtors”) in the above-captioned case (the “Chapter 11 Cases”) in the ordinary course of the Debtors’ business. The Debtors wish to retain the Firm to continue providing ordinary course services during the Chapter 11 Cases, and the Firm has consented to provide such services. This Declaration is submitted in compliance with the *Order Authorizing the Debtors to Retain and Compensate Certain Professionals Utilized in the Ordinary Course of Business* [ECF No. 102] (the “Ordinary Course Professionals Order”).

The Firm may have performed services in the past, may currently perform services, and may perform services in the future in matters unrelated to the Chapter 11 Cases for persons that are parties in interest in the Chapter 11 Cases. The Firm does not perform services for any

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<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

such person in connection with the Chapter 11 Cases, or have any relationship with any such person, their attorneys or their accountants that would be adverse to the Debtors or their estates.

The Debtors have requested that the Firm provide legal services in the state of New Jersey to the Debtors, and the Firm has consented to provide such services. In particular, the service is as local counsel to the Debtor before the United States Bankruptcy Court for the District of New Jersey as an interested party, reserving all rights, in the Chapter11 Bankruptcy of BlockFi, Bankruptcy Case No. 22-19361(MBK).

The Firm has not provided services to the Debtors prior to the commencement of the Chapter 11 Cases.

The Firm keeps, in the ordinary course of business, time records in one-tenth-of-an-hour increments.

As part of its customary practice, the Firm is retained in cases, proceedings and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants and parties in interest in the Chapter 11 Cases.

Neither I nor any principal, partner, director, or officer of or professional employed by, the Firm, has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Firm.

Neither I nor any principal, partner, director, or officer of or professional employed by, the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matter(s) upon which the Firm is to be employed.

The Debtors do not owe the Firm any funds for prepetition services. It is understood that if they did, the payment of which is subject to limitations contained in the United States Bankruptcy Code, 11 U.S.C. §§ 101-1532.

As of the Petition Date, the Firm was not party to an agreement for indemnification with the Debtors.

The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of such inquiries, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

*[Signature page follows]*

I declare under penalty of perjury under the laws of the United States of America  
that the foregoing is true and correct.

Dated: October 31, 2023

/s/ Allen J. Underwood II  
Allen J. Underwood II, Esq.  
Member  
Lite DePalma Greenberg & Afanador, LLC  
570 Broad Street – Suite 1201  
Newark, NJ 07102  
Direct Dial: 973.877.3814  
Main No. 973.623.3000  
Fax No. 973.623.0858  
Email: [aunderwood@litedepalma.com](mailto:aunderwood@litedepalma.com)  
[www.litedepalma.com](http://www.litedepalma.com)

**EXHIBIT B**  
**OCP Questionnaire**



Genesis Global Holdco, LLC, *et al.*  
Chapter 11 Lead Case No 23-10063 (SHL)

RETENTION QUESTIONNAIRE<sup>1</sup>

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY GENESIS GLOBAL  
HOLDCO LLC, *et al.*, (the “Debtors”)

THIS QUESTIONNAIRE WILL BE FILED WITH THE COURT ON YOUR BEHALF.  
PLEASE REMIT IT TO THE FOLLOWING ADDRESS:

Attn: Luke A. Barefoot  
Cleary Gottlieb Steen & Hamilton LLP  
One Liberty Plaza, New York NY 10006

If more space is needed, please complete on a separate page and attach.

1. Name and address of the firm:  
Lite DePalma Greenberg & Afanador, LLC

\_\_\_\_\_  
570 Broad Street – Suite 1201

\_\_\_\_\_  
Newark, NJ 07102

\_\_\_\_\_  
Attn. Allen J. Underwood II, Esq.

2. Date of retention: October 4, 2023

3. Type of services provided:

Local New Jersey Bankruptcy Counsel in the in the Chapter 11 Bankruptcy of  
BlockFi Inc. pending before the United States Bankruptcy Court for the District  
of New Jersey, Trenton Vicinage, under Bankruptcy Case No. 22-19361(MBK).

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<sup>1</sup> All amounts are either owing in U.S. Dollars or have been converted to U.S. Dollars based on the applicable exchange rate in effect on the Petition Date.

4. Brief description of services to be provided:

Firm to provide local counsel bankruptcy services for NY Chapter 11

Debtor as party-in-interest in NJ Chapter 11 BlockFi matter.

5. Arrangements for compensation (hourly, contingent, etc.):

Hourly - \$750.00 Partner, \$400.00 Associate, \$250.00 Paralegal

- (a) Average hourly rate (if applicable): See above

- (b) Estimated average monthly compensation (based on prepetition retention if firm was employed prepetition):  
n/a

6. Prepetition claims against any of the Debtors held by the firm:

Debtor(s) against whom claim is held: n/a

Amount of claim: n/a

Date claim arose: n/a

Source of claim: n/a

7. Prepetition claims against the Debtors held individually by any member or associate of the firm:

Name: n/a

Status: n/a

Debtor(s) against whom claim is held: n/a

Amount of claim: n/a

Date claim arose: n/a

Source of claim: n/a

8. Stock or American Depositary Shares of any of the Debtors currently held by the firm:

Kind of shares: n/a

No. of shares: n/a

9. Stock or American Depositary Shares of any of the Debtors currently held individually by any member or associate of the firm:

Name: n/a

Status: n/a

10. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named firm is to be employed.

n/a

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Name: Allen J. Underwood II, Esq.

Title: Member